

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

GARY FRIEDRICH ENTERPRISES, LLC and
GARY FRIEDRICH,

08-CV-01533 (BSJ) (JCF)

Plaintiffs,

- against -

MARVEL ENTERPRISES, INC., MARVEL
ENTERTAINMENT, INC., MARVEL
STUDIOS, INC., MARVEL CHARACTERS,
INC., HASBRO, INC., TAKE-TWO
INTERACTIVE, COLUMBIA TRI-STAR
MOTION PICTURE GROUP, COLUMBIA
PICTURES INDUSTRIES, INC., CRYSTAL
SKY PICTURES, RELATIVITY MEDIA LLC,
MICHAEL DELUCA PRODUCTIONS, INC.,
SONY PICTURES ENTERTAINMENT, INC.
and SONY CORPORATION OF AMERICA,

Defendants.

DECLARATION OF MICHAEL DELUCA

Michael DeLuca hereby declares pursuant to 28 U.S.C. § 1746 as follows:

1. I am the Producer of Michael DeLuca Productions ("DeLuca"), one of the defendants in the above-captioned action. I submit this declaration in opposition to Plaintiffs' motion to re-transfer venue of this action from the Southern District of New York to the Eastern District of Missouri.

2. DeLuca is a California corporation with its principal place of business in Culver City, California. DeLuca does not have any offices or any employees located in Missouri.

3. It is currently anticipated that I will testify on behalf of DeLuca as to the following:

(a) DeLuca's utilization of the copyrights and trademark relating to Ghost Rider and the other characters at issue in this action, and DeLuca's revenues and expenses relating to its use of the copyrights and trademark relating to Ghost Rider and the other characters at issue in this action.

(b) All of DeLuca's activities relating to the Ghost Rider rights took place in California, DeLuca's accounting operations as they relate to Ghost Rider are conducted out of its office in California, and I am a California-based employee. All of DeLuca's business records relating to its utilization of Ghost Rider and the other characters at issue in this action are located in California.

4. It would be much more convenient for DeLuca to litigate this action in the Southern District of New York than it would be for DeLuca to litigate this action in the Eastern District of Missouri. I am from New York, and I travel there often because my entire family lives there. I have no occasion to visit or travel on business to Missouri. It would, of course, be more convenient for DeLuca to litigate this action in California, which is where I reside and where DeLuca is located, than to litigate this action in Missouri.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 28, 2008, *Culver City, CA.*


MICHAEL DELUCA